

# EXHIBIT F

**From:** [REDACTED]@ripple.com >  
**Sent:** Thursday, February 07, 2019 3:06 PM  
**To:** Brad Garlinghouse; [REDACTED]  
**Cc:** Comms  
**Subject:** Fwd: [REDACTED] letter feedback from [REDACTED]

Brad and [REDACTED] -

See [REDACTED] feedback below. While harsh - I understand where he's coming from. What we consider our statement of facts - he feels will be completely lost on the reader without more context. I think calling out more context only hurts us in this scenario. That said, I think we have a few options:

1. Drop it. I'm not convinced we'll get to solid middle ground with [REDACTED]
2. Take a stab at a re-write and incorporate some of this feedback. [REDACTED] **Redacted - Privilege** [REDACTED]
3. Give to a different outlet but they will have even less context than [REDACTED]
4. Post ourselves on Insights but this defeats the purpose of it living on a third party site for folks to reference

I'm leaning toward option #1. I feel like we're getting to a place where this hurts us more than helps.

Let us know thoughts and we'll move forward accordingly.

Thanks,

[REDACTED]

----- Forwarded message -----

**From:** [REDACTED]  
**Date:** Thu, Feb 7, 2019 at 2:08 PM  
**Subject:** [REDACTED] letter feedback from [REDACTED]  
**To:** [REDACTED]@ripple.com>, Comms <comms@ripple.com>  
**Cc:** Ripple <Ripple@[REDACTED]>

[REDACTED] and team,

We have feedback from [REDACTED] on the letter. Relaying it all here unfiltered - it came in in a few rounds. Once you've had a chance to review, would be good to discuss live. It is useful to see [REDACTED] reaction here as an outside perspective from someone who shouldn't have a dog in the fight (unlike the [REDACTED] of the world).

Notes below and his letter comments attached. Side note - don't read any ire into the red caps in the doc...he assures this is just how he edits his writers too, and that he's earnest in his effort to understand and address this topic with us.

There's no time pressure on going back to [REDACTED] one way or another. My recommendation is not to pursue an iteration of the letter with [REDACTED] I don't believe the outcome will satisfactorily serve the original goal. I believe we should continue to fight the one off battles/correction requests. Still for consideration is whether the letter, or a version of it, posted on medium or Insights would yet serve as a useful piece to point to. To discuss live.

[REDACTED]

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\*I'd been in touch with [REDACTED] on Tuesday, and he said he wasn't ready to discuss. Last night, he initially came back with this feedback: \* \*It is almost incomprehensible to me. I promise I'll try again. And I promise to get this resolved. But I need time to think about it, perhaps have someone explain it to me, and then suggests edits to it so it can appropriately be published for an audience whose intelligence is around the same as mine. It might be until the middle of next week before I can get to this.\*

\*Then he went back to the letter, read it again, and came back with this:\*

\*A typical letter to the editor complaining about a publication's coverage clearly states and references the error and then make its case for disagreement. This document does none of those things and instead presents a vague and highly convoluted statement that never addresses head on the error of what it objects to.\*

\*I think what you're saying is that there is no connection between the cryptocurrency XRP (sometimes call ripples) and the company now called Ripple because the two are separate entities. If that's what you're saying, please say it, and we'll publish a response explaining that to suggest there is no connection is an implausible and misleading assertion.\*

\*If you're saying that the company called Ripple did not create the cryptocurrency XRP/ripple, that you might say that. And we can then publish a response saying that while that is accurate it is misleading because the same people started both the company and the cryptocurrency.\*

\*I swear to you I'm trying here to understand something I find quite difficult. I hope I have demonstrated my earnestness and commitment to solve this.\*

\*Before I had acknowledged his feedback this morning, he came back with:\*

\*I woke up in the middle of the night worried I had been too harsh. Sorry if so. But I'm taking your request seriously.\*

\*One last thing: The letter hasn't clarified WHY this distinction you are making is important. [REDACTED] believes the issue is over SEC regulation of cryptocurrencies and that if XRP is tied to Ripple than Ripple will be regulated by the SEC. You'll make your case stronger by explaining why the separation of Ripple and XRP is important in the first place.\*

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[REDACTED]  
[REDACTED]  
[REDACTED]

## DRAFT

By Chris Larsen and David Schwartz

With so much happening in the blockchain industry, it's sometimes hard to keep the facts straight. One of the biggest points of confusion we run into with many publications - [REDACTED] included - is accurate reporting on the difference between Ripple, the global payments company, and XRP, the digital asset. I BELIEVE DIGITAL ASSETS ARE POPULARLY REFERRED TO AS CRYPTOCURRENCIES, YES?

One of us, Chris Larsen, is the founder of Ripple. FOR CLARITY, THAT'S THE 'GLOBAL PAYMENTS COMPANY,' RIGHT? The other, David Schwartz, is one of the creators of the XRP Ledger and XRP and we'd like to take this opportunity to help clear up any confusion.

### Ripple and XRP Are Different Things

XRP is an *independent INDEPENDENT OF WHOM? I ASSUME YOU MEAN RIPPLE, THE GLOBAL PAYMENTS COMPANY, YES?* digital asset. There are at least three fundamental characteristics that underscore its independence:

- **Utility:** XRP is currently used for payments, which exist with or without Ripple.
- **Ownership:** XRP doesn't represent a share of Ripple. IS ANYONE ARGUING OTHERWISE? If you own XRP, you don't own any part of Ripple, the company. DITTO?
- **Decentralization:** If Ripple vanishes, XRP and the XRP Ledger will persist. Ripple does not control the vast majority of validators - which serve as a robust ecosystem to validate transactions on the XRP Ledger. Ripple operates only seven XRP validators out of over 150. STANDARDS BODIES EVALUATE COMPANY'S PRODUCTS, WHICH ARE STILL THEIR PRODUCTS. BUT I DIGRESS.

### Naming Confusion

Given the above, why do press and others still argue otherwise? WHAT EXACTLY IS IT THAT THE PRESS ARGUES? I THINK YOU'RE SUGGESTING THAT THE PRESS ARGUES THAT RIPPLE, THE COMPANY, SOMEHOW IS SYNONOMOUS WITH XRP OR THAT IT CONTROLS XRP. BUT YOU'RE NOT SAYING ANYWHERE WHAT THE FALSE ARGUMENT IS. IS THE PRESS SAYING THEY ARE THE SAME THING? IF SO, COULD YOU SAY THAT? We'll walk through how we got to today.

#### 2011-2012

The history of Ripple and the XRP Ledger dates back to early 2011 when three developers - Jed McCaleb, Arthur Britto and David Schwartz - observed the waste inherent in Bitcoin mining and sought to create a better system for sending value. Jed outlined the idea in a May 2011 forum post: "Bitcoin without mining." IRRELEVANT.

These initial observations about the waste and scalability issues that would plague Bitcoin proved prescient. Estimates suggest Bitcoin mining uses approximately 73 terrawatts per hour (TWh), the equivalent energy of what the whole of the Czech Republic consumes in one hour. Moreover, our initial read indicated that there could be significant problems if any miner obtained (or miners colluded to obtain) greater than 50 percent of the mining power -- that risk persists with Bitcoin (and Ethereum) today as mining power has consolidated in China. ALL IRRELEVANT TO THE SUBJECT AT HAND.

To that end, in 2011 and early 2012 - before there was ever a company - Jed, Arthur and David started to develop a project to build a distributed ledger that improved upon these fundamental limitations of Bitcoin. This was the first ever code commit in November 2011.

We wrote code, that when executed, would create a distributed ledger, which we named Ripple. It included a digital asset that we would call ripple (XRP) to follow the same naming convention as bitcoin (BTC). YOU COMPLETELY LOST ME JUST NOW. That means Ripple stood for the open-source project, the unique consensus ledger (Ripple Consensus Ledger), transaction protocol (Ripple Transaction Protocol or RTXP), the network (Ripple network), and the digital asset (known as "ripples"). OKAY, SO THE PEOPLE WHO CREATED THE XRP LEDGER CREATED A 'DIGITAL ASSET' (MORE USUALLY REFERRED TO AS A CRYPTOCURRENCY) THAT BECAME POPULARLY KNOWN AS A RIPPLE, YES? Because the broad applications of "Ripple" made name association so confusing, most of the community simply called the digital asset XRP. YOU'VE LOST ME AGAIN. XRP was the de-facto nickname from birth. AND AGAIN.

By the summer of 2012, we completed code development and the XRP Ledger was fully functioning.

At that time, we RIGHT HERE, WE IS WHO? CHRIS LARSEN AND DAVID SCHWARTZ? AND IF NOT, WHY WRITE WE? IN A PIECE WITH TWO BYLINES. IF WE IS INDEED LARSEN AND SCHWARTZ, THEN WE'VE ESTABLISHED THAT TWO PEOPLE INVOLVED IN CREATING THE CRYPTOCURRENCY RIPPLE/XRP THEN MOVED TO START A COMPANY THAT LATER BECAME KNOWN AS RIPPLE, YES? decided that our next move would be to contribute 80 percent of the XRP to a not-yet-formed private company that would work with the broader community. BUT ANYWAY, REGARDLESS, THE PEOPLE WHO CREATED THE 'DIGITAL' ASSET XRP CONTRIBUTED 80% TO A NEW COMPANY, RIGHT? The Ledger code itself would be open-sourced and not owned by anyone - especially not the newly formed company.

We all agreed on how to allocate the XRP among ourselves and the future company, and we eventually created the company shortly after our agreement in September 2012. Internally, the company was called NewCoin, which we quickly changed to OpenCoin. OpenCoin intentionally took a different name than the project to be clear that the company's role was contributor and the project was independent. OKAY, SO THE NEW COMPANY, LATER KNOWN AS RIPPLE, IS SEPARATE FROM THE PROJECT THAT DEVELOPED XRP. BUT THE PEOPLE WHO CREATED XRP CONTRIBUTED MOST OF IT TO START THE NEW COMPANY, RIGHT? BUT THEY ARE SEPARATE ENTITIES. YET THEY CLEARLY HAVE EVERYTHING TO DO WITH EACH OTHER AS THEY WERE STARTED BY THE SAME PEOPLE. IT DOESN'T FEEL TO ME LIKE THEY ARE SEPARATE AT ALL.

While from a developer standpoint the XRP Ledger had already been created in early 2012, the final version of the ledger stuck in late 2012, due to some stability issues. As for XRP's co-creators' role in the company at its founding: Jed was co-founder and CTO, David was the Chief Cryptography Officer, and Arthur an advisor. OF WHAT? OPENCOIN, LATER KNOWN AS RIPPLE? SO THE SAME PEOPLE STARTED OPENCOIN/RIPPLE (THE COMPANY) AS WHO CREATED XRP, YES?

Given his extensive experience at past fintechs, such as Prosper, it was around this time that Chris Larsen became CEO. OF OPENCOIN, YES?

2013

In 2013, the market gravitated toward calling our company Ripple WHY DO YOU THINK THE MARKET GRAVITATED TOWARD CALLING THE COMPANY RIPPLE? so we decided to rebrand to Ripple Labs, intentionally adding "Labs" to the end to make sure there was clear separation between the private company and the digital asset. OKAY, THAT'S CLEAR AS MUD. IF YOU WANTED TO CREATE A CLEAR SEPARATION BETWEEN A PRIVATE COMPANY FOUNDED BY THE SAME PEOPLE WHO CREATED THE DIGITAL ASSET OF THE SAME NAME, YOU MIGHT HAVE CHOSEN A COMPLETELY DIFFERENT NAME FOR THE COMPANY, LIKE, SAY, PANCAKES. PANCAKES AND RIPPLE DON'T SOUND ANYTHING ALIKE.

2015

Regardless of what we preferred, the market continued to refer to our company simply as Ripple. It was the same way that the community adopted the name XRP for the digital asset. Instead of swimming upstream, we carefully weighed the impact of adopting the name Ripple as our company moniker. At this point in our company evolution, our products were moving out of the lab phase and into production. "Labs" no longer made sense so we shortened our name to Ripple. THE SAME NAME AS THE POPULAR NAME FOR XRP, THE DIGITAL ASSET, YES?

### **Moving Forward**

We're doing our best to clear up any misconceptions by being more to the point and consistent. Transparency is and always has been a core tenet of ours. WOW. It's something we feel the entire crypto community can and should do more of as the industry continues to evolve and mature.

Just as we will try to be clear, we ask that the press be good stewards by correctly informing the public. In an emerging industry where misinformation abounds, it's critical to get it right. YOU HAVEN'T ONCE STATED CLEARLY WHAT THE MISINFORMATION IS.

LET ME TRY ONE MORE THING ...

██████ TELLS ME RIPPLE OBJECTS TO THE FOLLOWING PARAGRAPH FROM OCTOBER:

If regulators deem XRP to be a security, the ruling could hinder the cryptocurrency's adoption and lead to penalties for firms involved in selling it. Ripple, formerly known as OpenCoin, the creator of XRP, has billions of dollars worth of XRP locked away in escrow which it sells on a regular basis to fund its operations as well as other initiatives, such as a recent \$100 million donation to a corporate social responsibility program.

I THINK, BUT DON'T KNOW, THAT YOUR OBJECTION HERE IS THAT OPENCOIN WAS NOT THE CREATOR OF XRP. YOU'RE SAYING ABOVE THAT THE PEOPLE WHO FOUNDED OPENCOIN, FUNDED INITIALLY WITH MOST OF THE XRP IN EXISTENCE, CREATED XRP. XRP CAME FIRST, THEN OPENCOIN, YES? IS THAT THE CRUX OF THE "MISINFORMATION"? BTW, DO THE PEOPLE

NAMED IN THIS PIECE AS THE FOUNDERS OF OPENCOIN (ALSO THE CREATORS OF XRP) OWN MOST OF THE EQUITY OF OPENCOIN/RIPPLE? IF SO, I FAIL TO SEE HOW IT IS MISLEADING TO POINT OUT THE CONNECTION BETWEEN XRP AND RIPPLE AS BEING FOUNDATIONAL AND CORE TO THE UNDERSTANDING OF RIPPLE. LAST QUESTION: DOES RIPPLE IN FACT HAVE BILLIONS OF DOLLARS WORTH (OR WHATEVER ITS VALUE HAS BECOME SINCE OCTOBER) STORED IN ESCROW, AND DOES IT SELL IT PERIODICALLY TO FUND THINGS?

END